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SALES, INC., BANANA REPUBLIC, LLC, and OLD NAVY,
LLC

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

13 | ROOTS READY MADE GARMENTS CO.
W.L.L.,

No. C 07-03363 CRB

Plaintiff,

v.

18 THE GAP, INC., a/k/a, GAP, INC., GAP
19 INTERNATIONAL SALES, INC., BANANA
REPUBLIC, LLC, AND OLD NAVY, LLC

Defendants.

**DECLARATION OF ROSE DARLING IN
SUPPORT OF MISCELLANEOUS
ADMINISTRATIVE REQUEST TO FILE
DOCUMENT UNDER SEAL**

Date: October 19, 2007

Time: 10:00 a.m.

Dept: 8

Judge: Honorable Charles R. Breyer

1 I, ROSE DARLING, declare and say that:

2 1. I am an attorney licensed to practice law in the State of California and before this
 3 Court and am an associate at Keker & Van Nest, LLP, counsel for defendants The Gap, Inc.,
 4 a/k/a, Gap, Inc., Gap International Sales, Inc., Banana Republic, LLC, and Old Navy, LLC
 5 (collectively “Gap”).

6 2. I have knowledge of the facts set forth herein, and if called to testify as a witness
 7 thereto, could do so competently under oath.

8 3. I make this declaration pursuant to Civil Local Rule 79-5(c) with respect to
 9 documents that Gap has requested to file under seal in the Miscellaneous Administrative
 10 Request, which addresses the unredacted version of the Reply Brief in Support of Gap’s
 11 Motion for Protective Order (“Gap’s Unredacted Reply”) and [Sealed] **Exhibits B and C** to
 12 the accompanying Declaration of Daralyn J. Durie (“Durie Decl.”)

13 4. [Sealed] Exhibit B contains non-public information that has been designated
 14 “Confidential” by Gap pursuant to the parties’ stipulated Protective Order. [Sealed] Exhibit B
 15 consists of excerpts from the confidential transcript of the deposition of Amin El Sokary,
 16 dated September 12, 2007, taken in the *Gabana v. Gap* matter. Mr. Sokary’s confidential
 17 transcript reflects non-public information relating to Gap’s business dealings with retailers and
 18 distributors in the Middle East.

19 5. As Ron Young explained in the declaration he filed on May 7, 2007 in support of
 20 Gap’s motion for an order upholding its confidentiality designations (see docket no. 61), Gap
 21 makes reasonable efforts to keep its commercial information confidential and expects its
 22 distributors to do so as well. Public dissemination of such information would be harmful to
 23 Gap. If competitors are able to access information about how Gap has conducted its business
 24 in the past and plans to do so in the future, Gap will be competitively disadvantaged. For
 25 example, Gap negotiates its contracts with third parties, including distributors, on a case-by-
 26 case basis and the terms of those deals are determined by myriad individual factors. Gap’s
 27 ability to negotiate these terms are hampered if third parties are provided access to the terms
 28 under which Gap has done business with other parties in the past, as they will be able to use

1 those facts in negotiating with Gap to Gap's disadvantage by arguing that they should receive
2 the same terms or better. A public record of Gap's communications with its distributors
3 relating to the terms of prior agreements would harm Gap in its ability to negotiate with
4 potential distributors going forward. See Declaration of Ron Young (docket no. 61) ¶ 4.

5 6. Gap's Unredacted Reply contains several references that cover information
6 contained in [Sealed] Exhibit B.

7 7. [Sealed] Exhibit C consists of excerpts from the transcript of the deposition of
8 Amin El Sokary, dated September 12, 2007, purportedly taken by Roots in the *Roots v. Gap*
9 matter. Roots designated Mr. El Sokary's deposition transcript "Confidential" pursuant to the
10 protective order in this case.

11 8. For the foregoing reasons, Exhibits B and C to the Durie Declaration and the
12 Unredacted Reply Brief should be filed under seal.

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14 I declare under penalty of perjury under the laws of the State of California that the
15 foregoing is true and correct, and that this Declaration was executed on October 3, 2007 at San
16 Francisco, California.
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18 _____
19 /s/ Rose Darling
ROSE DARLING
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